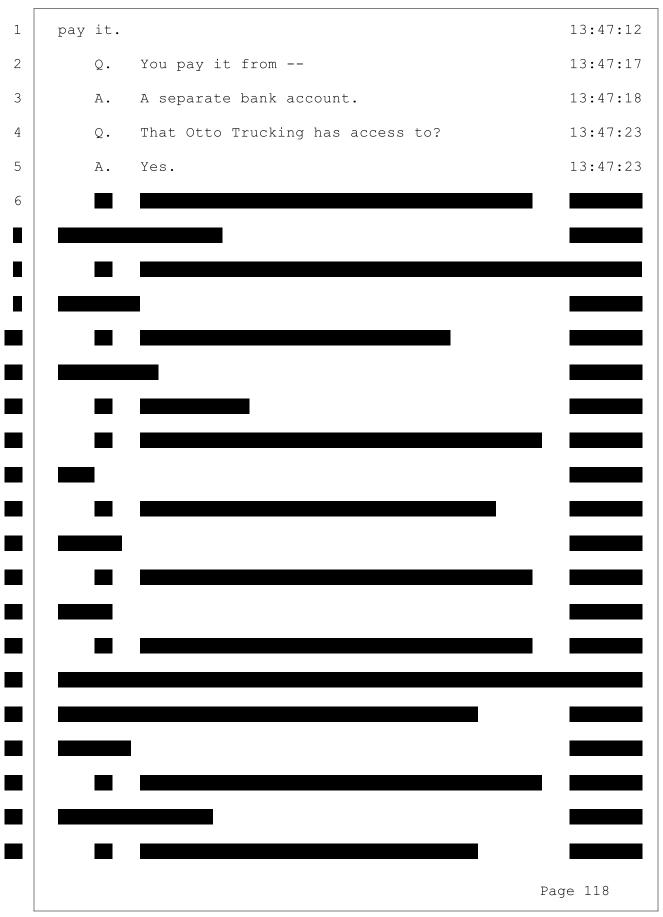
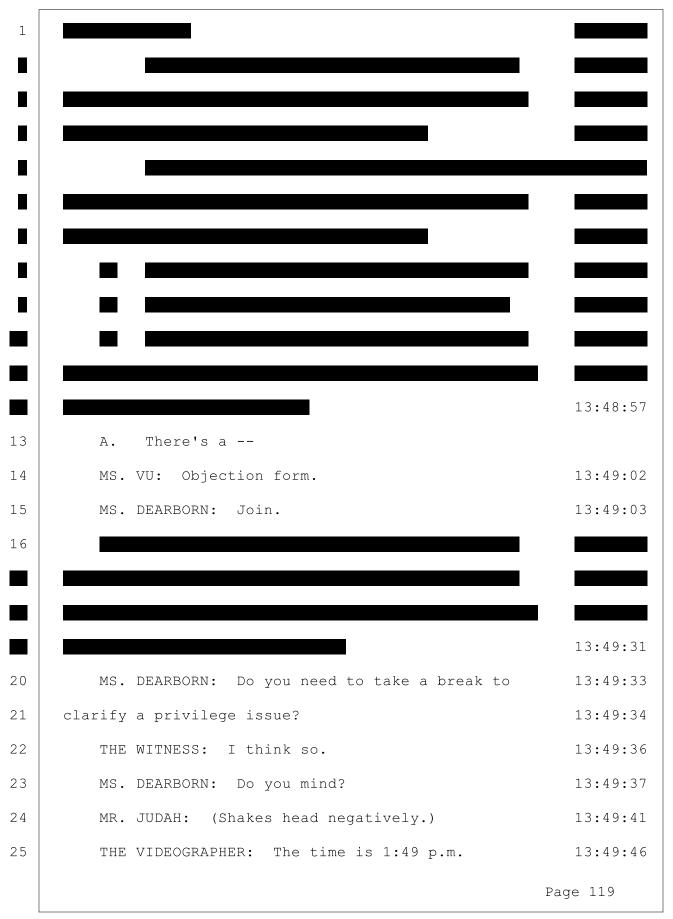
```
1
                  UNITED STATES DISTRICT COURT
 2
                 NORTHERN DISTRICT OF CALIFORNIA
 3
                     SAN FRANCISCO DIVISION
 4
 5
     WAYMO LLC,
                    Plaintiff,
 6
 7
                                        Case No.
     VS.
     UBER TECHNOLOGIES, INC.; 3:17-cv-00939-WHA
 8
 9
     OTTOMOTTO LLC; OTTO TRUCKING LLC,
                    Defendants.
10
11
12
13
14
15
             VIDEOTAPED DEPOSITION OF BRENT SCHWARZ
16
                    TUESDAY, AUGUST 15, 2017
17
18
19
20
     Reported by:
21
     Anrae Wimberley
22
    CSR No. 7778
23
    Job No. 2680988
24
    PAGES 1 - 296
25
                                                  Page 1
```

### Case 3:17-cv-00939-WHA Document 1526-35 Filed 09/12/17 Page 2 of 14

| 1  | Q.        | What is his title?                          | 13:45:39    |
|----|-----------|---|-------------|
| 2  | Α.        | I think he's a senior engineering director. | 13:45:42    |
| 3  | Q.        | Do you have any direct reports right now?   | 13:45:45    |
| 4  | Α.        | I have two full-time employees. Actually,   | I 13:45:49  |
| 5  | think it  | 's going to be four in a couple days.       | 13:45:52    |
| 6  |           | And then I have four or five contractors.   | 13:45:59    |
| 7  | Q.        | Who did you report to when you first became | 13:46:03    |
| 8  | an Uber ( | employee?                                   | 13:46:05    |
| 9  | А.        | Lior Ron.                                   | 13:46:06    |
| 10 | Q.        | And did you have any direct reports at that | 13:46:08    |
| 11 | time?     |   | 13:46:09    |
| 12 | Α.        | No.   | 13:46:09    |
| 13 | Q.        | So now focusing on the second of the three  | 13:46:14    |
| 14 | areas yo  | u identified, a difference between your job | 13:46:17    |
| 15 | now vers  | us your job when you were at Ottomotto.     | 13:46:20    |
| 16 |           | So that would be Otto Trucking; correct?    | 13:46:37    |
| 17 | А.        | Otto Trucking was the second entity I       | 13:46:40    |
| 18 | mentione  | d, yes.                                     | 13:46:41    |
| 19 | Q.        | Yes. So can you elaborate on your on you    | ur 13:46:43 |
| 20 | work for  | Otto Trucking?                              | 13:46:47    |
| 21 | Α.        | My role is to make sure that every resource | 13:46:52    |
| 22 | that Otto | o Trucking consumes it pays for.            | 13:46:58    |
| 23 | Q.        | And how does Otto Trucking pay for resource | s 13:47:03  |
| 24 | it consur | mes?  | 13:47:05    |
| 25 | Α.        | I Uber, UTI, will send me an invoice and    | I 13:47:10  |
|    |           |   | Page 117    |

### Case 3:17-cv-00939-WHA Document 1526-35 Filed 09/12/17 Page 3 of 14





# Case 3:17-cv-00939-WHA Document 1526-35 Filed 09/12/17 Page 5 of 14

| 1  | We're off the record.                            | 13:49:48 |
|----|--|----------|
| 2  | (Recess taken.)                                  | 13:58:52 |
| 3  | THE VIDEOGRAPHER: The time is 1:59 p.m.          | 13:59:09 |
| 4  | We're back on the record.                        | 13:59:11 |
| 5  | BY MR. JUDAH:                                    | 13:59:11 |
| 6  | Q. So I had a question pending before the break. | 13:59:14 |
| 7  | And did you have a chance to get                 | 13:59:17 |
| 8  | clarification so you can answer it?              | 13:59:20 |
| 9  | A. Yes.  | 13:59:20 |
| 10 | Q. All right. So what's the answer?              | 13:59:21 |
| 11 |  |          |
|    |  |          |
|    |  |          |
|    |  |          |
|    |  |          |
|    |  |          |
|    |  |          |
|    |  |          |
|    |  |          |
|    |  |          |
|    |  | 13:59:45 |
| 21 | Q. Who do you work with from Uber Finance and    | 13:59:49 |
| 22 | Treasury?  | 13:59:51 |
| 23 | A. On treasury, it's .                           | 13:59:53 |
| 24 | On finance, it's series of people:               |          |
|    |  | 14:00:08 |
|    | Pac  | ge 120   |
|    | •  |          |

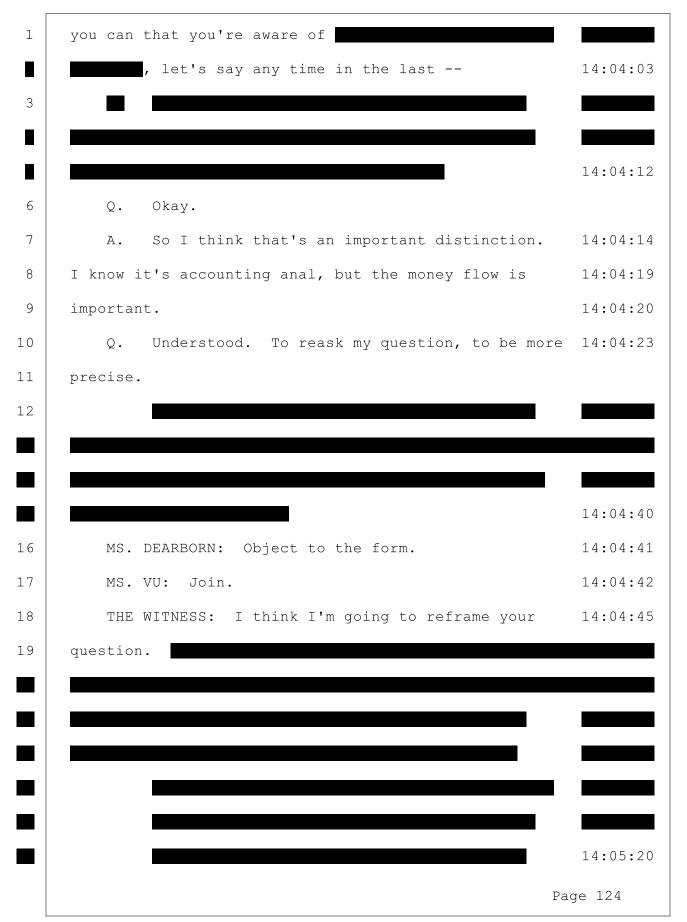
# Case 3:17-cv-00939-WHA Document 1526-35 Filed 09/12/17 Page 6 of 14

| 1  |          | They're the primary contacts.                 | 14:00:10 |
|----|----------|---|----------|
| 2  | Q.       | You referred earlier to a run rate and a burn | 14:00:16 |
| 3  | rate.    |   | 14:00:16 |
| 4  |          | Do you remember that?                         | 14:00:18 |
| 5  | Α.       | I said those two things, yes.                 | 14:00:20 |
| 6  | Q.       | Yes. What do those refer to?                  | 14:00:21 |
| 7  | Α.       | How much the business is spending. So         | 14:00:24 |
| 8  | Trucking | doesn't have any revenue, per se. So I have   | 14:00:28 |
| 9  | to monit | or employees, trucks, stuff like that.        | 14:00:34 |
| 10 | Q.       | Is that the run rate or the burn rate?        | 14:00:39 |
| 11 | А.       | I use those interchangeably.                  | 14:00:41 |
| 12 | Q.       | What is Otto Trucking's burn rate?            | 14:00:48 |
| 13 | А.       | I don't know off the top of my head. If I     | 14:00:54 |
| 14 | were to  | hazard a guess, I would say it's about        | 14:00:56 |
| 15 |          | over the last year.                           | 14:01:00 |
| 16 | Q.       | And that's approximately how long you've been | 14:01:04 |
| 17 | in this  | role and have been monitoring the burn rate   | 14:01:09 |
| 18 | for Otto | Trucking; is that right?                      | 14:01:11 |
| 19 | Α.       | Yeah.   | 14:01:11 |
| 20 | Q.       | What has Otto Trucking been spending this     | 14:01:15 |
| 21 | money on | ?   | 14:01:16 |
| 22 | А.       |   |          |
|    |          |   |          |
|    |          |   |          |
|    |          |   | 14:01:34 |
|    |          | Pa  | age 121  |
|    |          |   |          |

| 1  |  |           |
|----|--|-----------|
| 1  |  |           |
|    |  |           |
|    |  |           |
|    |  | 14:01:53  |
| 5  | A. Can you be a little bit more precise on that? | 14:01:58  |
| 6  | MS. VU: Objection, form.                         | 14:02:01  |
| 7  | BY MR. JUDAH:                                    | 14:02:01  |
| 8  | Q. So you testified that                         |           |
|    |  | 14:02:04  |
| 10 | Do you remember that?                            | 14:02:05  |
| 11 | A. Yes.  | 14:02:05  |
| 12 |  |           |
|    |  |           |
|    |  |           |
|    |  |           |
|    |  |           |
|    |  |           |
|    |  |           |
|    |  |           |
|    |  |           |
|    |  | 1.4.00.00 |
|    |  | 14:02:36  |
| 22 | BY MR. JUDAH:                                    | 14:02:36  |
| 23 | Q. So Otto Trucking has a monthly P&L?           | 14:02:39  |
| 24 | A. Yes.  | 14:02:39  |
| 25 | Q. Who prepares that?                            | 14:02:41  |
|    | Pa   | ge 122    |

# Case 3:17-cv-00939-WHA Document 1526-35 Filed 09/12/17 Page 8 of 14

| 1  | Α.       | I do, with help from Kong Basile.             | 14:02:47 |
|----|----------|---|----------|
| 2  | Q.       | Who is Kong Basile?                           | 14:02:48 |
| 3  | Α.       | They're the accounting firm I mentioned       | 14:02:50 |
| 4  | before.  |   | 14:02:51 |
| 5  |          |   |          |
|    |          |   |          |
|    |          |   |          |
|    |          |   |          |
|    |          |   | 14:03:07 |
| 10 | Α.       | It varies, depending on where they are in the | 14:03:10 |
| 11 | project. |   |          |
|    |          |   |          |
|    |          |   |          |
|    |          |   | 14:03:20 |
| 15 |          | But it fluctuates month to month.             | 14:03:24 |
| 16 |          |   |          |
|    |          |   |          |
|    |          |   | 14:03:36 |
| 19 | MS.      | DEARBORN: Object to the form.                 | 14:03:38 |
| 20 | MS.      | VU: Join.                                     | 14:03:43 |
| 21 | THE      | WITNESS: I could name off a bunch of names.   | 14:03:47 |
| 22 | I wouldn | 't be able to come up with a complete list.   | 14:03:51 |
| 23 |          | Do you want me to just start naming names?    | 14:03:54 |
| 24 | BY MR. J | UDAH:   | 14:03:54 |
| 25 | Q.       | Yeah. If you could just identify as many as   | 14:03:57 |
|    |          | Pa  | age 123  |
|    |          |   |          |



| 1  |  |          |
|----|--|----------|
|    |  |          |
|    |  |          |
|    |  |          |
| _  |  | 14:05:59 |
| 6  | Yeah. After that I would need a list to help | 14:06:02 |
| 7  | my memory.                                   | 14:06:03 |
| 8  | BY MR. JUDAH:                                | 14:06:03 |
| 9  |  |          |
|    |  |          |
|    |  |          |
|    |  |          |
|    |  |          |
|    |  |          |
|    |  |          |
|    |  |          |
|    |  |          |
|    |  | 14:06:33 |
| 19 | Q. What do you know about the                | 14:06:40 |
| 20 | A. That it was a, and that's about           | 14:06:43 |
| 21 | it.  | 14:06:44 |
| 22 | Q. What is the Otto Trucking project?        | 14:06:48 |
| 23 | MS. DEARBORN: Object to the form.            | 14:06:50 |
| 24 | MS. VU: Join.                                | 14:06:50 |
| 25 | THE WITNESS:                                 | 14:06:53 |
|    | Pag  | ge 125   |

| 1  |  | 14:06:59 |
|----|--|----------|
| 2  | BY MR. JUDAH:  | 14:06:59 |
| 3  | Q. If you wanted to get a complete list of             | 14:07:07 |
| 4  | employees that were let me ask that again.             | 14:07:12 |
| 5  |  |          |
|    |  |          |
|    |  |          |
|    |  | 14:07:24 |
| 9  | MS. DEARBORN: Object to the form.                      | 14:07:25 |
| 10 | MS. VU: Join.  | 14:07:26 |
| 11 | THE WITNESS: Workday.                                  | 14:07:28 |
| 12 | BY MR. JUDAH:  | 14:07:28 |
| 13 | Q. I'm sorry?  | 14:07:29 |
| 14 | A. Workday.  | 14:07:29 |
| 15 | Q. What's that?  | 14:07:30 |
| 16 | A. It's an internal tool that employees use to         | 14:07:34 |
| 17 | know what org chart and cost center they're associated | 14:07:38 |
| 18 | to.  | 14:07:38 |
| 19 | Q. Is that something you would, like, log on to?       | 14:07:44 |
| 20 | A. Um-hum.   | 14:07:45 |
| 21 | Q. So if you went back to your office, logged on       | 14:07:48 |
| 22 | to Workday, what exactly would you do next in order to | 14:07:52 |
| 23 | call up the information of                             |          |
|    |  |          |
|    |  | 14:08:05 |
|    | Pa   | ge 126   |
|    |  |          |

# Case 3:17-cv-00939-WHA Document 1526-35 Filed 09/12/17 Page 12 of 14

| MS. VU: Object to the form.  MS. DEARBORN: Join.  THE WITNESS: I would go to Workday, I would drill 14:08:13  down into UATG,  The names in there change. I haven't looked 14:08:23  at it recently. My name could be in there. I like 14:08:23  I said, I haven't looked recently.  BY MR. JUDAH:  Q. Who makes the decision as to who is assigned 14:08:33  to the Otto Trucking project?  A. I believe it was | 77<br>22<br>20<br>55<br>33<br>4  |
|--|----------------------------------|
| THE WITNESS: I would go to Workday, I would drill 14:08:13  down into UATG,  14:08:29  The names in there change. I haven't looked 14:08:29  at it recently. My name could be in there. I like 14:08:29  I said, I haven't looked recently. 14:08:29  BY MR. JUDAH: 14:08:29  Q. Who makes the decision as to who is assigned 14:08:39  to the Otto Trucking project? 14:08:39                                   | 22<br>0)<br>22<br>55<br>13<br>14 |
| down into UATG,  14:08:20  The names in there change. I haven't looked 14:08:20  at it recently. My name could be in there. I like 14:08:20  I said, I haven't looked recently. 14:08:20  BY MR. JUDAH: 14:08:20  Q. Who makes the decision as to who is assigned 14:08:30  10 to the Otto Trucking project? 14:08:30  | 22<br>55<br>33                   |
| The names in there change. I haven't looked 14:08:23  at it recently. My name could be in there. I like 14:08:23  I said, I haven't looked recently. 14:08:23  BY MR. JUDAH: 14:08:23  Q. Who makes the decision as to who is assigned 14:08:33  to the Otto Trucking project? 14:08:33  | 22<br>5<br>3<br>1                |
| The names in there change. I haven't looked 14:08:23  at it recently. My name could be in there. I like 14:08:23  I said, I haven't looked recently. 14:08:23  BY MR. JUDAH: 14:08:23  Q. Who makes the decision as to who is assigned 14:08:33  to the Otto Trucking project? 14:08:33  | 22<br>5<br>3<br>1                |
| at it recently. My name could be in there. I like 14:08:29  8    I said, I haven't looked recently. 14:08:29  9    BY MR. JUDAH: 14:08:29  10    Q. Who makes the decision as to who is assigned 14:08:39  11    to the Otto Trucking project? 14:08:39  | 5<br>3<br>L                      |
| 8 I said, I haven't looked recently. 14:08:29 9 BY MR. JUDAH: 14:08:29 10 Q. Who makes the decision as to who is assigned 14:08:39 11 to the Otto Trucking project? 14:08:39   | 3<br>3<br>L                      |
| 9 BY MR. JUDAH: 14:08:23  10 Q. Who makes the decision as to who is assigned 14:08:33  11 to the Otto Trucking project? 14:08:33   | 3<br>L                           |
| Q. Who makes the decision as to who is assigned 14:08:39  to the Otto Trucking project? 14:08:39   | L                                |
| to the Otto Trucking project? 14:08:3  |                                  |
|  | 1                                |
| 12 A. I believe it was   |                                  |
|  | 1                                |
| 14:08:43   | 2                                |
| I'm supposed to work with him in the next 14:08:4  | 5                                |
| couple of weeks I have to get through this week 14:08:4  | 3                                |
| to revisit that and make sure that he's doing it 14:08:53  | 2                                |
| 17 correctly. 14:08:53   | 3                                |
| 18   |                                  |
|  |                                  |
| 14:09:0  | 3                                |
| MS. DEARBORN: Object to the form. 14:09:0  | }                                |
| MS. VU: Object to the form. 14:09:1  |                                  |
| 23 MS. DEARBORN: Join. 14:09:13  | 2                                |
| 14:09:1  | 3                                |
| 25 BY MR. JUDAH: 14:09:13  | 3                                |
| Page 127   |                                  |

